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July 10, 2013

Kent L. Jones, P.E.
Utah State Engineer
Division of Water Rights
1594 West North Temple, #220
Salt Lake City, UT 84114-6300

G. KEITH DENOS, GENERAL MANAGER

Re: Deer Creek Reservoir/Jordanelle Reservoir Operating Agreement - May 1 Election Under Paragraph 9(b) – **Amended**

Dear Mr. Jones:

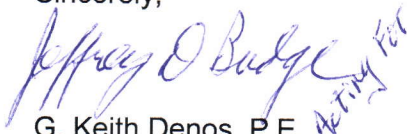
Pursuant to paragraph 9(b) of the Deer Creek Reservoir/Jordanelle Reservoir Operating Agreement ("Operating Agreement"), Provo River Water Users Association ("PRWUA") hereby elects that 10,000 acre-feet ("AF") of water be allocated to PRWUA as Provo River Project ("PRP") waters on the applicable terms and conditions set forth in subparagraphs 9(b)(1) through 9(b)(4) inclusive. The storage and allocation of those waters should be allocated from PRP water right no. 55-295 (A16642). We respectfully request that such allocation be made when the quantity of water stored under this water right is determined.

The water stored under PRP water rights as described above shall be subject to the replacement to PacifiCorp for the energy losses at the Olmstead power plant resulting from such storage. PRWUA will be subject to a debit to PRWUA's energy credit balance with PacifiCorp under paragraph 11 of the 1938 Power Contract in accordance with paragraph 9(b) of the Operating Agreement.

As a further result of the above, the Central Utah Water Conservancy District ("CUWCD") would not be required to replace the corresponding losses in generation at the Deer Creek power plant and would be entitled to a credit for such reductions charged to CUWCD.

We trust that the foregoing will meet with your approval. Please call if you have any questions.

Sincerely,


G. Keith Denos, P.E.
General Manager

cc: Stanley Roberts
Richard Tullis
Curt Pledger
Troy Stout

Provo River Commissioner
Central Utah Water Conservancy District (rich@cuwcd.com)
Bureau of Reclamation (CPLEDGER@usbr.gov)
PacificCorp (troy.stout@PacifiCorp.com)

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